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Hearing Date and Time: July 22, 2010
at 10:00 a.m. (Eastern Time)
Reply Deadline: July 2, 2010

Attorneys for Defendant Regions Bank
Birmingham

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re DELPHI CORPORATION, <u>et al.</u> ,	:	Chapter 11
	:	
Debtors.	:	Case No. 05-44481 [RDD]
	:	Jointly Administered
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DELPHI CORPORATION, <u>et al.</u> ,	:	
	:	
Plaintiffs,	:	Adversary Proceeding No. 07-02737
	:	[RDD]
- against -	:	
	:	
REGIONS BANK BIRMINGHAM,	:	
	:	
Defendant.	:	
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**REPLY AND JOINDER OF DEFENDANT REGIONS BANK
IN FURTHER SUPPORT OF MOTIONS FOR AN ORDER TO VACATE
CERTAIN PROCEDURAL ORDERS ENTERED BY THIS COURT AND TO
DISMISS THE AVOIDANCE ACTIONS AGAINST THE MOVING DEFENDANTS**

Defendant Regions Bank sued herein as “Regions Bank Birmingham” (“Regions Bank”) by its undersigned counsel, Otterbourg, Steindler, Houston & Rosen, P.C., hereby joins and adopts the arguments set forth in the Replies (the “Reply Briefs”) to the Plaintiffs’ Omnibus

Response (the “Response”) to Motions seeking to Vacate Certain Procedural Orders Previously Entered by this Court and to Dismiss the Avoidance Actions Against the Moving Defendants filed by (a) Defendants HP Enterprise Services, LLC, et al in Adversary Proceeding No. 07-02262 (RDD); (b) Defendants Affinia Group Holding, Inc., et al. in Adversary Proceeding Nos. 07-02198 (RDD), 07-2328 (RDD), 07-02484 (RDD) and 07-02534 (RDD); (c) Defendant Wagner-Smith Company in Adversary Proceeding No. 07-02581 (RDD); and (d) Defendants Johnson Controls, et al., in Adversary Proceeding No. 07-02348 (RDD) and states as follows:

Regions Bank is a defendant in the adversary proceeding styled Delphi Corporation, et al., v. Regions Bank Birmingham, Adv. Pro. No. 07-02737 (the “Action”) pursuant to which the Plaintiffs seek the return of certain allegedly avoidable transfers from Regions Bank identified in Exhibit “1” to the Complaint. On May 14, 2010, Regions Bank joined (the “Joinder”) the Motions to Dismiss filed by certain defendants seeking dismissal of the claims against Regions Bank [Adv. Pro. Docket No. 21; Main Case Docket No. 20081]. While Regions Bank joined in the Response, the Plaintiffs had not identified Regions Bank as a defendant that has filed or joined in a dismissal motion. However, since the date of the filing of the Response, the Plaintiffs have acknowledged that the omission of Regions Bank was an oversight and that the Plaintiffs also intend to oppose Regions Bank’s Joinder [Adv. Pro. Docket No. 23].

As Regions Bank sets forth in the Joinder, the claims against Regions Bank suffer from the same factual and legal infirmities as the claims asserted by the Plaintiff against the HP Defendants, the Affinia Defendants, Wagner-Smith Company and the Johnson Controls Defendants and should be dismissed in their entirety for all the reasons set forth in the motions to

dismiss filed by these defendants as well as for the further reasons set forth in the Reply Briefs
by these defendants and any other defendant.

Dated: New York, New York
July 2, 2010

OTTERBOURG, STEINDLER, HOUSTON
& ROSEN, P.C.

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Attorneys for Regions Bank sued herein
as "Regions Bank Birmingham"